Rule 5.3

Appendix 5B

Mining exploration entity quarterly report

 $Introduced \ 1/7/96. \ Origin: \ Appendix \ 8. \ Amended \ 1/7/97, 1/7/98, 30/9/2001, 01/06/10.$

Name of entity	
Morning Star Gold NL	
ABN	Quarter ended ("current quarter")
34 003 312 721	30 June 2012

Consolidated statement of cash flows

		Current quarter	Year to date
Cash flows related to operating activities		\$A'000	(12 months)
			\$A'000
1.1	Receipts from product sales and related debtors	-	76
1.2	Payments for (a) exploration & evaluation	(714)	(1,686)
	(b) development	(336)	(2,465)
	(c) production	(588)	(2,717)
	(d) administration	(293)	(1,903)
1.3	Dividends received		
1.4	Interest and other items of a similar nature received	26	279
1.5	Interest and other costs of finance paid		
1.6	Income taxes paid		
1.7	Other:		
	JV Monies Received	-	1,000
	Net Operating Cash Flows	(1,905)	(7,416)
Cash f	lows related to investing activities		
1.8	Payment for purchases of: (a) prospects (b) equity investments		
	(c) other fixed assets	(209)	(5,280)
1.9	Proceeds from sale of: (a) prospects		
	(b) equity investments(c) other fixed assets	-	393
1.10	Loans to other entities		
1.10	Loans repaid by other entities		
1.11	Other (provide details if material)		
1.12	,		
	Net investing cash flows	(209)	(4,887)
1.13	Total operating and investing cash flows (carried forward)	(2,114)	(12,303)

Cash flows related to financing activities 1.14 Proceeds from issues of shares, options, etc. 1.15 Proceeds from sale of forfeited shares 1.16 Proceeds from borrowings 1.17 Repayment of borrowings 1.18 Dividends paid 1.19 Other (provide details if material) Net financing cash flows Net increase (decrease) in cash held 1.20 Cash at beginning of quarter/year to date 1.21 Exchange rate adjustments to item 1.20 1.22 Cash at end of quarter* * The opening cash balance for the year has been amended to exclude secured term deposits hel for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.20 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).	1.13	Total operating and investing cash flows (brought forward)	(2,114)	(12,303)	
1.15 Proceeds from sale of forfeited shares 1.16 Proceeds from borrowings 1.17 Repayment of borrowings 1.18 Dividends paid 1.19 Other (provide details if material) Net financing cash flows 1,000 2,000 Net increase (decrease) in cash held 1,114 (10,303) 1.20 Cash at beginning of quarter/year to date 1.21 Exchange rate adjustments to item 1.20 1.22 Cash at end of quarter* * The opening cash balance for the year has been amended to exclude secured term deposits helf for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.21 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).	Cash	flows related to financing activities			
Net increase (decrease) in cash held 1.20 Cash at beginning of quarter/year to date 1.21 Exchange rate adjustments to item 1.20 1.22 Cash at end of quarter* The opening cash balance for the year has been amended to exclude secured term deposits helfor rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.20 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).	1.15 1.16 1.17 1.18	Proceeds from sale of forfeited shares Proceeds from borrowings Repayment of borrowings Dividends paid	1,000	2,000	
1.20 Cash at beginning of quarter/year to date 1.21 Exchange rate adjustments to item 1.20 1.22 Cash at end of quarter* The opening cash balance for the year has been amended to exclude secured term deposits hel for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.20 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).		Net financing cash flows	1,000	2,000	
1.21 Exchange rate adjustments to item 1.20 1.22 Cash at end of quarter* * The opening cash balance for the year has been amended to exclude secured term deposits hel for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.20 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).	Net increase (decrease) in cash held (1,114) (10,303)				
* The opening cash balance for the year has been amended to exclude secured term deposits hel for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.24 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).			1,127	10,316	
for rehabilitation bonds (net \$224,828) previously classified as unencumbered cash funds at 1.26 and to also include interest received in the prior year (FY11) not previously in the opening balance and recorded as interest received last quarter at 1.4 (\$315,633).	1.22	Cash at end of quarter*	13	13	
	for and	rehabilitation bonds (net \$224,828) previously of to also include interest received in the prior year	classified as unencumbere ar (FY11) not previously in	ed cash funds at 1.20;	
Payments to directors of the entity and associates of the directors Payments to related entities of the entity and associates of th		•			
			1	urrent quarter	

rela	ited entities	
		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	18
1.24	Aggregate amount of loans to the parties included in item 1.10	
1.25	Explanation pagescary for an understanding of the transactions	

Explanation necessary for an understanding of the transactions 1.25 Director's fees

INC	on-cash imancing and investing activities
2.1	Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows
2.2	Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Financing facilities available

Add notes as necessary for an understanding of the position.

		Amount available \$A'ooo	Amount used \$A'ooo
3.1	Loan facilities*	2,000	2,000
3.2	Credit standby arrangements		

^{*} An unsecured loan (overdraft) for the value of \$2M was agreed upon with Chillee Limited.

Estimated cash outflows for next quarter

4.1	Exploration and evaluation	\$A'000 -
4.2	Development	-
4.3	Production	-
4.4	Administration	150
	Total	150

Reconciliation of cash

show	nciliation of cash at the end of the quarter (as n in the consolidated statement of cash flows) e related items in the accounts is as follows.	Current quarter \$A'000	Previous quarter \$A'000
5.1	Cash on hand and at bank	13	1,127
5.2	Deposits at call		
5.3	Bank overdraft		
5.4	Other		
	Total: cash at end of quarter (item 1.22)	13	1,127

Changes in interests in mining tenements

		reference	(note (2))	beginning	end of
		reference	(Hote (2))	of quarter	guarter
6.1	Interests in mining tenements relinquished, reduced or lapsed			or quarter	quarter
6.2	Interests in mining tenements acquired or increased				

Issued and quoted securities at end of current quarterDescription includes rate of interest and any redemption or conversion rights together with prices and dates.

		Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	Preference +securities			, , , , , , , , , , , , , , , , , , , ,	, , , , , , , , , , , , , , , , , , , ,
	(description)				
7.2	Changes during				
	quarter				
	(a) Increases				
	through issues				
	(b) Decreases through returns				
	of capital, buy-				
	backs,				
	redemptions				
7.3	⁺ Ordinary	283,818,462	283,818,462	10 cents	10 cents
	securities	500,000	500,000	10 cents	1 cent
7.4	Changes during				
	quarter				
	(a) Increases				
	through issues (b) Decreases				
	through returns				
	of capital, buy-				
	backs				
7.5	⁺ Convertible				
	debt				
	securities				
	(description)				
7.6	Changes during				
	quarter (a) Increases				
	through issues				
	(b) Decreases				
	through				
	securities				
	matured,				
	converted				
7.7	Options			Exercise price	Expiry date
	(description and conversion				
	factor)				
7.8	Issued during				
7.0	quarter				
7.9	Exercised				
1.3	during quarter				
7.10	Expired during				
	quarter				
7.11	Debentures				
	(totals only)				

7.12	Unsecured notes (totals	
	only)	

Compliance statement

- This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- This statement does give a true and fair view of the matters disclosed.

Sign here: Date: 31 July 2012

Director

Print name: Nicholas Garling

Notes

- The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- Issued and quoted securities: The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- The definitions in, and provisions of, *AASB* 1022: Accounting for Extractive Industries and AASB 1026: Statement of Cash Flows apply to this report.
- Accounting Standards ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

== == == ==